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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

WAYMO LLC,
Plaintiff,
vs.
UBER TECHNOLOGIES, INC.;
OTTOMOTTO LLC; OTTO TRUCKING
LLC,
Defendants.

CASE NO. 3:17-cv-00939

DECLARATION OF TIM WILLIS

**UNREDACTED VERSION OF
DOCUMENT SOUGHT TO BE SEALED**

1 I, Tim Willis, hereby declare as follows.

2 1. I have been employed by Waymo LLC ("Waymo") and before that Google Inc.
3 ("Google") (collectively referred to herein as "Waymo") since August 2015. I currently hold the
4 position of Director of Supply Chain Operations at Waymo. I make this declaration in support of
5 Waymo's Motion for a Preliminary Injunction and have personal knowledge of the facts stated
6 herein.
7

8 2. I received a Bachelor's Degree in Electrical Engineering from Kettering University,
9 and a Master's Degree in Engineering / Manufacturing Systems Engineering from Stanford
10 University.
11

12 3. In my role as Director of Supply Chain Operations, I am responsible for all aspects
13 of Waymo's supply chain for components of self-driving sensors and vehicles, including supplier
14 selection, supplier negotiations, supplier readiness, and supplier capacity. My responsibilities
15 include oversight of supplier selection, supplier negotiation, supplier readiness, and supplier
16 capacity for Waymo's LiDAR sensors.
17

18 **Waymo's Reasonable Measures to Protect Confidential and Proprietary Information
Shared with Suppliers**

19 4. I am familiar with the security measures taken by Waymo to protect the
20 confidentiality of information shared with Waymo's vendors, suppliers, and manufacturers.
21 Waymo takes reasonable measures to mark its confidential and proprietary information, such as
22 documents and other materials, with visible legends designating them as such. Waymo's policies,
23 which are diligently followed, require that all consultants, vendors, suppliers, and manufacturers
24 sign confidentiality agreements that require that they undertake reasonable efforts to maintain, and
25 not to disclose, any Waymo confidential and proprietary trade secret information they receive. For
26 example, Waymo's policies, which are diligently followed, require that each consultant, vendor,
27
28

1 supplier, or manufacturer that has received Waymo's LiDAR confidential and proprietary trade
2 secret information has executed at least one written non-disclosure agreement.

3 5. An example of a Waymo non-disclosure agreement with a third party supplier is
4 Waymo's August 10, 2015 "Inbound Services Agreement" with Gorilla Circuits, a true and correct
5 copy of which is attached hereto as Exhibit A. Section 6 is entitled "Confidentiality; Publicity;
6 Privacy and Security":
7

8 ■ [REDACTED]

9 ■ [REDACTED]

13 ■ [REDACTED]

18 **Sameer Kshirsagar**

19 6. Sameer Kshirsagar was one of my direct reports from the time I joined Waymo in
20 August 2015 until his resignation in July 2016. His title was Global Supply Manager. In that role,
21 his responsibilities included contractual negotiations with suppliers of Waymo's LiDAR hardware
22 components.
23

24 7. I understand that in June and July 2016, before his resignation from Waymo,
25 Sameer Kshirsagar exported from Google Drive the following files:

- 26 • Laser questions [REDACTED]
27 • NPI Ramp Checklist [REDACTED]
28

- [REDACTED] and Packaging ([REDACTED])
- [REDACTED]-Lens Placement-01
- All things Rx Part 3-[REDACTED] mode [REDACTED]

True and correct copies of these files are attached hereto as Exhibits B-F.

8. In my role as Director of Supply Chain Operations, I am familiar with these documents, which contain proprietary and highly confidential Waymo supply chain information.

Radu Radutu

9. Radu Radutu was a manufacturing engineer in Waymo's LiDAR department who resigned from Waymo in July 2016. In his capacity as a manufacturing engineer for the LiDAR team, Mr. Radutu participated in development meetings with the Global Supply team involving Waymo's suppliers of LiDAR components. Mr. Radutu also worked with a specific Waymo supplier, [REDACTED] regarding a [REDACTED] for Waymo's GBr LiDAR unit.

10. I understand that in July 2016, before his resignation from Waymo, Mr. Raduta exported from Google Drive the following files:

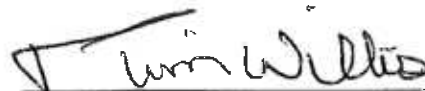
- Die-wire bonding houses [REDACTED]
- External Vendors and Consultants List [REDACTED]
- automation vendors [REDACTED]

True and correct copies of these files are attached as Exhibits G-I.

11. In my role as Director of Supply Chain Operations, I am familiar with these documents, which contain proprietary and highly confidential Waymo supply chain information.

I declare under penalty of perjury that the foregoing is true and correct. Executed in Mountain View, California, on March 9, 2017.

1 DATED: March 9, 2017

2 
3 Tim Willis